

**In the Claims:**

1. A pillow and tote combination device, said device comprising:

a tote portion, said tote portion comprising a back panel, and a front panel, said front and back panels each having a top edge, a bottom edge and a pair of side edges, said bottom edge of said front panel being securely attached to said bottom edge of said back panel, each of a pair of side panels being securely attached to one of side edges of each of said front and back panels such that a bag is defined;

a carrying means for carrying said tote portion, said carrying means comprising a strap having a pair of ends each securely attached to said tote portion;

a pillow portion, wherein said pillow portion may be removably inserted in said tote portion; and

said first end of said strap being securely attached to a first of said side panels and positioned generally adjacent to said top edges of said front and back panels, said second end of said strap being securely attached to a second of said side panels and positioned generally adjacent to a bottom edge of said front and back panels, a ring member being pivotally coupled to said second side panel and positioned generally adjacent to said top edges of said front and back panel, wherein said strap is extended through said ring member.

3. The pillow and tote combination device as in claim 2, wherein said cover member further comprises:

a flap being fixedly coupled to an inside surface of said cover

member, said flap having an opening therein, said opening of said flap being generally adjacent to a free edge of said cover member opposite said top edge of said back panel, said cover member and said flap defining a pocket adapted for removably receiving said pillow portion.

Claim 5 has been cancelled.

6. The pillow and tote combination device as in claim 2, further comprising:

- an elongate panel, said elongate panel having a first edge and a second edge, said elongate panel having a top side and a bottom side, said first edge being integrally coupled to said top edge of said front panel; and

- an elongate flexible member, said elongate flexible member being coupled to and extending between lateral side edges of said elongate panel.

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